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Attorneys for the Tarragon Defendants

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re TARRAGON CORPORATION	:	07 Civ. 7972 (PKC)
SECURITIES LITIGATION	:	
	:	
-----X	:	

**DECLARATION OF DANIEL R. MARCUS
IN SUPPORT OF THE TARRAGON DEFENDANTS' MOTION
TO DISMISS THE AMENDED CLASS ACTION COMPLAINT**

Daniel R. Marcus, pursuant to 28 U.S.C. § 1746, hereby declares under penalty of perjury as follows:

1. I am a member of the bar of this Court and an associate with the law firm of Curtis, Mallet-Prevost, Colt & Mosle LLP, counsel for defendants William S. Friedman, Robert P. Rothenberg, Erin Davis Pickens, and Beachwold Partners, L.P. (the "Tarragon Defendants") in this action.

2. Attached as Exhibit A is a true and correct copy of the Amended Class Action Complaint in this Action.

3. Attached as Exhibit B is a true and correct copy of pages 5, 88 and 117 of the 2006 Form 10-K filed by Tarragon Corporation with the Securities and Exchange Commission on April 2, 2007.

4. Attached as Exhibit C is a true and correct copy of pages 9, 30, 38, 44, 45 and 82-86 of the 2005 Form 10-K filed by Tarragon Corporation with the Securities and Exchange Commission on March 16, 2006.

5. Attached as Exhibit D is a true and correct copy of pages 41 and 82 of the 2004 Form 10-K filed by Tarragon Corporation on March 16, 2005.

6. Attached as Exhibit E is a true and correct copy of pages 9-11 of the Form 10-Q filed by Tarragon Corporation with the Securities and Exchange Commission on May 10, 2006.

7. Attached as Exhibit F is a true and correct copy of the Form 8-K filed by Tarragon Corporation with the Securities and Exchange Commission on April 2, 2007.

8. Attached as Exhibit G is a true and correct copy of pages 9 and 51 of the Form 10-Q for the three months ending June 30, 2007 filed by Tarragon Corporation with the Securities and Exchange Commission on December 21, 2007.

9. Attached as Exhibit H is a true and correct copy of the press release issued by Tarragon Corporation on July 25, 2007.

10. Attached as Exhibit I is a true and correct copy of the press release issued by Tarragon Corporation on July 10, 2007.

11. Attached as Exhibit J is a true and correct copy of the Form 8-K filed by Tarragon Corporation with the Securities and Exchange Commission on October 4, 2006.

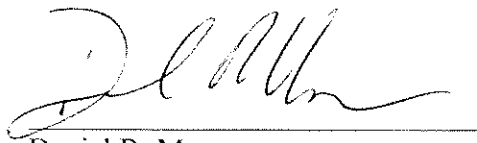
12. Attached as Exhibit K is a true and correct copy of page 44 of the Form 10-Q filed by Tarragon Corporation with the Securities and Exchange Commission on August 9, 2005.

13. Attached as Exhibit L is a true and correct copy of page 51 of the Form 10-Q filed by Tarragon Corporation with the Securities and Exchange Commission on November 9, 2006.

14. Attached as Exhibit M are true and correct copies of the Form 4's filed by Defendant Erin Davis Pickens during the period January 5, 2005 to August 9, 2007 ("the Class Period").

15. Attached as Exhibit N are true and correct copies of the Form 4's filed by Defendant Robert P. Rothenberg during the Class Period.

16. Attached as Exhibit O are true and correct copies of the Form 4's filed by Defendant William S. Friedman with respect to acquisitions of stock during the Class Period.



Daniel R. Marcus